

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

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STATE OF NEW YORK and THOMAS C. JORLING :  
as Trustee of the Natural Resources, :  
:  
Plaintiffs, : 3-89-CV-815  
:  
-against- : Chief Judge Scullin  
:  
HONEYWELL INTERNATIONAL INC., :  
:  
Defendant. :  
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**STIPULATION AND ORDER AMENDING CONSENT DECREE**

The State of New York (the “State”) and Honeywell International Inc. (“Honeywell”– formerly Allied-Signal Inc.) hereby stipulate as follows:

**WHEREAS**, the State filed a complaint against Allied Signal on June 27, 1989 asserting various claims under the Comprehensive Environmental Response, Compensation and Liability Act, as amended, 42 U.S.C. §§9601, *et seq.*, (“CERCLA”); the New York Environmental Conservation Law, § 17-0501; the New York Real Property Actions and Proceedings Law, § 841; and the State’s common law of public nuisance;

**WHEREAS**, on March 16, 1992, the Court entered an interim Consent Decree which provided, *inter alia*, for the performance of a Remedial Investigation and Feasibility Study (“RI/FS”) in accordance with federal and state laws and regulations, to address contamination and the threat of further contamination of the Onondaga Lake System by AlliedSignal’s waste substances;

**WHEREAS**, the the interim Consent Decree has been amended from time to time, including by the “Stipulation and Order Amending Consent Decree” entered on January 22,

1998, which established a date-specific schedule for completing the RI/FS process and selecting a remedy(ies) for the Onondaga Lake System in a Record of Decision to be issued by the Commissioner of Environmental Conservation.

**WHEREAS**, the interim Consent Decree was thereafter amended on several occasions, including by stipulations and orders entered on May 30, 2002 and January 29, 2004 (“January 29, 2004 Stipulation and Order”), which further refined and amended the date-specific schedule for completing the RI/FS process and selecting a remedy(ies) for the Onondaga Lake System in a Record of Decision to be issued by the Commissioner of Environmental Conservation;

**WHEREAS**, the State timely issued a Proposed Plan for remediating the Lake Bottom subsite on November 29, 2004;

**WHEREAS**, in accordance with the interim Consent Decree, and the United States Environmental Protection Agency (“EPA”), which has regulatory responsibility under CERCLA for the Onondaga Lake System, a National Priorities List Superfund site, thereafter had the Proposed Plan reviewed by EPA’s National Remedy Review Board (NRRB), and requested that the State draft responses to the concerns of the NRRB in writing, and requested that an additional 30-day public review and comment period – which was not anticipated when the State entered into the January 29, 2004 Stipulation and Order – be added to the process to allow public review and comment on the responses to the NRRB concerns, as well as EPA’s subsequent letter concurring with the State’s Proposed Plan, which EPA issued on March 25, 2005;

**WHEREAS**, there is one remaining extant milestone concerning the Lake Bottom subsite, that is, the State is to issue a Record of Decision for that subsite by April 1, 2005;

**WHEREAS**, EPA has asserted that the date for issuance of the Record of Decision should be extended three months, to July 1, 2005, to accommodate the additional public review and comment period engendered by the NRRB process, as well as to allow additional time for the

State and EPA to continue discussions with the Onondaga Nation concerning the remediation of the Lake Bottom subsite;

**WHEREAS**, in light of the above, the State has requested an extension of three months, from April 1, 2005 until July 1, 2005, of the current deadline set forth in the January 29, 2004 Stipulation and Order, for the State to issue a Record of Decision for the Lake Bottom subsite;

**WHEREAS**, Honeywell does not object to the State's request for a three-month extension under these circumstances;

**NOW THEREFORE, IT IS HEREBY ORDERED** that Paragraph 3 of the January 29, 2004 Stipulation and Order is amended and superseded as follows:

3. The following schedule shall apply for completion of the Onondaga Lake System RI/FS:
  - O. The State approves the revised FS Report and issues Record of Decision, if warranted (or the State issues a determination disapproving and revising the FS report or seeks appropriate relief from the court) by July 1, 2005.

**SO AGREED:**

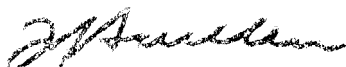
For Honeywell International Inc.

s/Dan J. Jordanger March 31, 2005  
DAN J. JORDANGER (503023) Date  
Hunton & Williams LLP  
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Richmond, Virginia 23219  
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Attorneys for Defendant

For the State of New York

s/ Andrew J. Gershon March 31, 2005  
ANDREW J. GERSHON (511402) Date  
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Office of the Attorney General  
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Tel: (212) 416-8474  
Of Counsel to ELIOT SPITZER  
Attorney General of the State of New York  
Attorney for Plaintiffs

SO ORDERED this 6<sup>th</sup> day of April, 2005



U.S.D.J.